

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

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Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**ORDER GRANTING DEBTORS' SECOND OMNIBUS OBJECTION TO CLAIMS
(DUPLICATE CLAIMS)**

Upon the second omnibus claims objection, dated May 1, 2013 (the "Second Omnibus Claims Objection"),¹ of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the "Debtors"), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the "Procedures Order"), disallowing and expunging the Duplicate Claims on the basis that such claims are duplicates of corresponding claims, all as more fully described in the Second Omnibus Claims Objection; and it appearing that this Court has jurisdiction to consider the Second Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Second Omnibus Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Second Omnibus Claims Objection having been provided, and it appearing that no other or further notice need be

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' Second Omnibus Claims Objection.

provided; upon consideration of the Second Omnibus Claims Objection and the Declaration of Deanna Horst in Support of Debtors' Second Omnibus Objection to Claims (Duplicate Claims), annexed to the Objection as Exhibit 1; and the Court having found and determined that the relief sought in the Second Omnibus Claims Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Second Omnibus Claims Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Second Omnibus Claims Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading "Claims to be Disallowed and Expunged" (collectively, the "Duplicate Claims") are disallowed and expunged; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, is directed to disallow and expunge the Duplicate Claims identified on the schedule attached as Exhibit A hereto so that such claims are no longer maintained on the Debtors' official claims register; and it is further

ORDERED that the claims listed on Exhibit A annexed hereto under the heading "Surviving Claims" (collectively, the "Surviving Claims") will remain on the claims register, and such claims are neither allowed nor disallowed at this time; and it is further

ORDERED that the disallowance and expungement of the Duplicate Claims does not constitute any admission or finding with respect to any of the Surviving Claims; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Second Omnibus Claims Objection as provided therein shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any Surviving Claims, and all rights to object on any basis are expressly reserved with respect to any Surviving Claim listed on Exhibit A annexed hereto or any other claim not listed on Exhibit A; and it is further

ORDERED that this Order shall be a final order with respect to each of the Duplicate Claims identified on Exhibit A, annexed hereto, as if each such Duplicate Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: June 6, 2013
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

Exhibit A

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

SECOND OMNIBUS OBJECTION - DUPLICATE CLAIMS (NON-BORROWER CLAIMS)

Claims to be Disallowed						Surviving Claims					
Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number
Bank of America, N.A. Magdalena D. Kozinska, Esq. Wright, Finlay & Zak, LLP 4665 MacArthur Court, Suite 280 Newport Beach, CA 92660	2054	10/31/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$9,846.23 General Unsecured	GMAC Mortgage, LLC	12-12032	Bank of America, N.A. Magdalena D. Kozinska, Esq. Wright, Finlay & Zak, LLP 4665 MacArthur Court, Suite 280 Newport Beach, CA 92660	4774	11/14/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$9,846.23 General Unsecured	GMAC Mortgage, LLC	12-12032
City of Copper Canyon Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	418	08/20/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,994.92 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	City of Copper Canyon Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	468	09/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,994.92 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019
City of Lake Dallas Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	432	08/20/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$1,074.36 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	City of Lake Dallas Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	467	09/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$1,074.36 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020
City of Lewisville Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	430	08/20/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$14,055.74 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	City of Lewisville Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	466	09/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$14,055.74 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020
City of Waterbury c/o Office of Corporation Counsel 235 Grand Street, Third Floor Waterbury, CT 06702	694	09/24/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,533.60 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	City of Waterbury c/o Office of Corporation Counsel 235 Grand Street, Third Floor Waterbury, CT 06702	739	09/25/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,533.60 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020
Deborah J Turner & Mid Missouri Roofing PO Box 1018 1107 Highway WW Sullivan, MO 63080	2060	10/31/2012	\$13,142.99 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Deborah J Turner & Mid Missouri Roofing PO Box 1018 1107 Highway WW Sullivan, MO 63080	2061	10/31/2012	\$13,142.99 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032
Eldorado Neighborhood Second Homeowners Association c/o Terra West Management Services 6655 S. Cimarron Road, Suite 200 Las Vegas , NV 89113	1180	10/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$887.71 General Unsecured	GMAC Mortgage, LLC	12-12032	Eldorado Neighborhood Second Homeowners Association c/o Terra West Management Services 6655 S. Cimarron Road, Suite 200 Las Vegas , NV 89113	1289	10/15/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$887.71 General Unsecured	GMAC Mortgage, LLC	12-12032
FedEx TechConnect, Inc. Attn Revenue Recovery/Bankruptcy As Assignee of Federal Express Corporation/FedEx Ground Package Systems Inc FedEx Freight, Inc/FedEx Office and Print Services 3965 Airways Blve. Module G, 3rd Floor	3742	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$620,504.15 General Unsecured	Residential Capital, LLC	12-12020	FedEx TechConnect, Inc. Attn Revenue Recovery/Bankruptcy As Assignee of Federal Express Corporation/FedEx Ground Package Systems Inc FedEx Freight, Inc/FedEx Office and Print Services 3965 Airways Blve. Module G, 3rd Floor	5546	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$620,504.15 General Unsecured	Residential Capital, LLC	12-12020
ISGN et al. 600-A N. John Rodes Blvd. Melbourne, FL 32934	5670	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$263,292.00 General Unsecured	GMAC Mortgage, LLC	12-12032	ISGN et al. 600-A N. John Rodes Blvd. Melbourne, FL 32934	5688	11/16/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$263,292.00 General Unsecured	GMAC Mortgage, LLC	12-12032

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	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number
10	Lake Dallas Independent School District Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	433	08/20/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,276.51 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Lake Dallas Independent School District Sawko & Burroughs, P.C. 1172 Bent Oaks Dr Denton, TX 76210	465	09/12/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$2,276.51 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020
11	MidFirst Bank, a Federally Chartered Savings Association c/o William H. Hoch Crowe & Dunlevy 20 N. Broadway, Suite 1800 Oklahoma City, OK 73102	2889	11/08/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$62,604,092.00 General Unsecured	GMAC Mortgage, LLC	12-12032	MidFirst Bank, a Federally Chartered Savings Association c/o William H. Hoch Crowe & Dunlevy 20 N. Broadway, Suite 1800 Oklahoma City, OK 73102	4377	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority ##### General Unsecured	GMAC Mortgage, LLC	12-12032